

# Exhibit 13

1  
2 UNITED STATES DISTRICT COURT  
3 SOUTHERN DISTRICT OF NEW YORK

4 -----x  
5 PIONEER BUSINESS SERVICES, LLC  
6 d/b/a FOUR CORNERS AVIATION  
7 SERVICES,

8 Plaintiff,

9 -against-

Case No.  
1:22cv6206

10 VISTAJET US, INC.,

11 Defendant.  
12 -----x

13  
14 January 23, 2023  
15 9:32 a.m.

16 Videotaped Deposition of DAVID LAWRENCE  
17 taken by Plaintiff, held at the offices of  
18 Akerman LLP, 1251 Avenue of the Americas,  
19 New York, New York, before Joseph R. Danyo,  
20 a Shorthand Reporter and Notary Public within  
21 and for the State of New York.

22 Job No. 221659  
23  
24  
25

1 Lawrence

2 plaintiff.

3 MS. NIWOROWSKI: Joanna Niworowski of

4 AXS Law Group on behalf of defendants.

5 D A V I D L A W R E N C E, having been first  
6 duly affirmed by Joseph R. Danyo, a Notary Public,  
7 was called as a witness and testified as follows:

8 EXAMINATION BY MR. HAVELES:

9 Q. Good morning, Mr. Lawrence. My name  
10 is Peter Haveles, one of the lawyers for the  
11 plaintiff Pioneer Business Services doing  
12 business as Four Corners Aviation Services.

13 For the purposes of today's  
14 deposition, I'm just going to refer to the  
15 plaintiff as FCA using those initials. Do you  
16 understand that?

17 A. Yes.

18 Q. Great. The defendant in this case is  
19 VistaJet U.S. Inc., but I will use VistaJet to  
20 refer to the U.S. entity. If I want to refer to  
21 other VistaJet entities, I will use the full  
22 name. Okay?

23 A. Okay.

24 Q. Great. Have you given a deposition  
25 ever before?

1 Lawrence

2 Q. Okay. In your experience have you  
3 ever seen a contract where there wasn't a  
4 prohibition against selling at lower rates?

5 A. No.

6 Q. Okay. If the contract did not  
7 contain a prohibition against lower rates, are  
8 you aware of any bases that would prohibit  
9 selling it at a price lower than what VistaJet  
10 was charging?

11 A. I leave that to legal counsel.

12 Q. Okay, but the only basis for your  
13 saying that FCA was prohibited from doing so is  
14 your industry knowledge generally, which is based  
15 on what contracts say and your discussion with  
16 Mr. Moore via WhatsApp in June of 2022, is that  
17 correct?

18 A. That confirmed my suspicion I would  
19 say.

20 Q. Okay. Alright. Now I would like you  
21 to read to yourself paragraph 42. Tell me when  
22 you're done reading it.

23 A. Okay.

24 Q. Okay. Paragraph 42 states in part,  
25 "In addition, FCA's brochure is likely to cause

Lawrence

consumer confusion by implying a nonexistent partnership between VistaJet and FCA, and by creating the false impression that VistaJet was either connected to or vouched for the quality of the goods and services that FCA offered, including locating charter alternatives and flight administration and management services."

Do you have any knowledge or information about such consumer confusion?

A. Yes.

Q. Okay, and what is the source or basis of your knowledge of such consumer confusion?

A. Two items. One was the broker that I met was confused by it.

Q. Okay.

A. That led to him questioning me, and then we had a client. A prospective client.

Q. Okay. Who was the broker?

A. James Jones.

Q. And who was the client?

A. Ray Dalio.

Q. Did you know Mr. Dalio had been a client of FCA since 2020?

A. I did not know that.

1 Lawrence

2 Q. Did you know that Mr. Dalio acquired  
3 VistaJet hours from FCA, and VistaJet had been  
4 told of that fact in April 2022?

5 A. No.

6 Q. Did you know that Mr. Dalio and his  
7 family office used VistaJet hours through FCA in  
8 April, May and June 2022 and was scheduled to use  
9 hours in July until VistaJet terminated the right  
10 to use the aircraft?

11 A. No.

12 Q. No one told you that?

13 A. No.

14 Q. Okay. Turn to page 17, please. Read  
15 paragraph 71 to yourself, and then I will ask you  
16 some questions, please.

17 A. Okay.

18 Q. Paragraph 71 states in part, "FCA's  
19 use of the VistaJet marks as described above  
20 constitutes false designation of origin in  
21 violation of 15 U.S.C. Section 1125(a)(1) because  
22 it is without VJL or VistaJet's consent and is  
23 likely to cause confusion, to cause mistake, and  
24 to deceive as to the origin or source of FCA's  
25 services and/or to cause consumers to believe

Lawrence

and assumption agreement among VistaJet, SB Group and FCA, and it runs through page 773. Take a quick look at that, those pages, and tell me whether you have ever seen that document before.

A. I have not.

Q. Okay. So let me take you back to the addendum, which is page 765.

A. Okay.

Q. Earlier I had asked you, when we were talking about pricing, you said you had seen in contracts prohibitions against selling. When you were at NetJets, what kind of contract language did you experience in the agreements that would prohibit selling the NetJets hours for less than what NetJets was selling them for?

A. It was just prohibited from the contract to resell any hours on NetJets.

Q. Okay. So it was a prohibition against resale?

A. Yes, resale.

Q. Okay. So let me ask you to look at paragraph 3.41, and then I will ask you some questions.

A. Okay.

Lawrence

Q. Section 3.4.1 states in the first sentence, "Member," which is SB Group, but becomes under the assignment we'll look at in a second FCA, "shall have the right to resell blocks of hours to third parties under the program to up to eight different customers during the term of the program provided that each such customer is pre-approved by VistaJet, which such approval shall not be unreasonably withheld or delayed."

Did anyone ever disclose to you prior to your deposition today that the contract granted FCA the right to resell blocks of hours up to eight different customers?

A. No.

Q. In anything in 3.4.1, do you see any language that would prohibit the member who has the right to resell hours for selling at a price less than what VistaJet charged for the hours on its aircraft?

A. No.

Q. When I just showed you this and read you this paragraph, were you surprised to see that VistaJet, the agreement that Ms. Qi had



1 Lawrence

2 negotiated for VistaJet allowed FCA the right to  
3 resell blocks of hours up to eight customers?

4 A. Yes.

5 Q. Did Mr. Moore or Ms. Qi ever tell you  
6 about that language prior to today?

7 A. No, and they didn't tell me today.

8 Q. I mean, when I say prior to today,  
9 because other than your counsel, you have been  
10 with me.

11 A. Okay.

12 Q. So, when I ask at depositions, it is  
13 always up to the deposition. So I suppose they  
14 could have called you at 3 o'clock this morning,  
15 but I'm guessing they did not.

16 A. They did not. No.

17 Q. Even though there's a five-hour time  
18 difference.

19 A. Okay.

20 Q. Alright. Let me ask you to turn to  
21 page 768, which is the first page of the  
22 assignment and assumption.

23 A. Okay.

24 Q. If you look up in the first two  
25 paragraphs, read the first two paragraphs to

1 Lawrence

2 yourself. It defines the parties and has an  
3 initial recital clause.

4 A. Okay.

5 Q. The second recital clause just below  
6 what you read says, "Whereas, SoftBank desires to  
7 transfer all rights, obligations and liabilities  
8 under the VistaJet contracts to FCA."

9 The VistaJet contracts are all the  
10 ones recited in that recital clause you just  
11 read. Were you aware prior to your deposition  
12 today that there was an assignment agreement  
13 whereby SoftBank transferred all its remaining  
14 hours under the agreements to FCA?

15 A. Yes and no.

16 Q. When you say yes and no, could you  
17 explain, please?

18 A. Well, the answer is no to that. No.

19 Q. Okay. Were you aware that there were  
20 1200 hours on the Global 5000/6000 aircraft that  
21 FCA acquired by virtue of this assignment?

22 A. I heard it from the broker, but it  
23 was never confirmed to me.

24 Q. Okay. Did you ask Mr. Moore whether  
25 VistaJet had consented to the transfer of 1200

1 Lawrence

2 whether you obtained both with respect to your  
3 communication with Mr. Jones?

4 A. I believe I did.

5 Q. Okay.

6 A. I believe so. I'm not positive.

7 Q. Okay.

8 MS. NIWOROWSKI: Peter, we can  
9 discuss that later.

10 MR. HAVELES: Yeah. I'm not raising  
11 it now. I just have to lay a factual  
12 foundation.

13 Q. Alright. Let's go to the message  
14 with Mr. Jones, the first one at 10:12 was "Great  
15 seeing you last week at NBAA." I want to stop  
16 there. Did you see him at the conference back on  
17 June 22?

18 A. So it's the second one. I just want  
19 to be clear. It's the second communication.

20 Q. The second communication. The first  
21 one is just an attachment I'm looking at, right?

22 A. The attachment, and then he put his  
23 name, because I had never met him.

24 Q. Oh, okay.

25 A. Yep.

Lawrence

Q. Did you meet Mr. Jones at that time?

A. Yes.

Q. Okay. Did you have a face-to-face conversation with him?

A. Yes.

Q. What do you recall about your face-to-face conversation with Mr. Jones on June 22?

A. So it was just, it was after the announcement of the merger before it was final. So he knew I was part of VistaJet or going to be working with Vista, and he had come across something that he wanted to run by me.

Q. Okay. When you say he came across something he wanted to run by you, did he tell you what that was?

A. Yes.

Q. What did he say? Just tell me as best you can blow by blow that conversation that the two of you had.

A. He said, I'm trying to think, it's a while ago.

Q. I understand.

A. He said that he came across Vista

1 Lawrence

2 hours for sale by somebody other than Vista, and  
3 he wanted to get my take on it.

4 Q. Okay. Is that the best of what you  
5 recall him saying to you in that conversation?

6 A. Yeah.

7 Q. Just I discovered this, and I want  
8 your take on it?

9 A. Yes.

10 Q. Okay. Did you say anything in  
11 response to him at that time?

12 A. I said I don't know anything about  
13 it. Can you show me what you have.

14 Q. Okay, and before the text message,  
15 did he show you anything during your face-to-face  
16 meeting?

17 A. Yes.

18 Q. What did he show you?

19 A. He showed me this PDF.

20 Q. And then he texted it to you  
21 thereafter?

22 A. Yes. Exactly.

23 Q. Okay. Did you go through the PDF  
24 with him when you were having the conversation?

25 A. I skimmed it, and I said there's a

1 Lawrence

2 lot here, can you send this to me, and then that  
3 led to this.

4 Q. Anything else about that conversation  
5 with Mr. Jones?

6 A. No.

7 Q. Had you met, had you known Mr. Jones  
8 prior to seeing him at the NBAA on June 22?

9 A. I never met him. I spoke to him once  
10 prior.

11 Q. Okay. With what entity or  
12 organization is Mr. Jones affiliated?

13 A. I believe it's PRVT Broker.

14 Q. What is PRVT?

15 A. PRVT is one of dozens of brokers that  
16 are out there.

17 Q. A charter broker or aircraft broker?

18 A. Charter broker.

19 Q. Okay, and have you had business  
20 dealings with him from time to time when you were  
21 either with Jet Edge or NetJets?

22 A. No.

23 Q. Okay. What occasioned you to speak  
24 to him before you met him that day in White  
25 Plains?

1 Lawrence

2 A. I've connections with another one of  
3 his colleagues, and he was interviewing somebody  
4 who had worked for me at NetJets.

5 Q. Okay, and he called for a reference?

6 A. He called for a reference.

7 Q. Okay. Did Mr. Jones tell you how he  
8 obtained the brochure?

9 A. No.

10 Q. Did you ever ask him?

11 A. No.

12 Q. Did you see Brian Proctor at the NBAA  
13 conference at White Plains on June 22?

14 A. I wouldn't know him if -- I may have  
15 bumped into him. I don't know who he is.

16 Q. When you saw Mr. Jones, was it during  
17 the day at the conference?

18 A. During the day.

19 Q. Did you walk around to see if FCA had  
20 had a table or booth at the conference?

21 A. No.

22 Q. So then Mr. Jones asked in the text  
23 message of June 28th the week following, "Was  
24 just curious if you read over this? Was curious  
25 your thoughts," and you replied, "Hey. Likewise.

1 Lawrence

2 Was great finally putting a face with the name.

3 I read through it. Pretty interesting. Don't  
4 believe they are actually permitted resell Vista,  
5 so I'd be careful putting anybody on this. Still  
6 looking into."

7 Then Mr. Jones responds, "Thanks for  
8 getting back to me. I already politely declined.  
9 Seems like too many shady things going on." And  
10 if you look at the next page, you respond, "For  
11 sure."

12 Was that the entirety of your  
13 exchange with Mr. Jones?

14 A. Related to this, yes.

15 Q. Yes. Subsequent to this text, I'm  
16 going to come back and talk about the text  
17 exchange in a second, but subsequent to the text  
18 exchange, did you have any telephone  
19 conversations or video conversations with Mr.  
20 Jones about the FCA issue?

21 A. No.

22 Q. So is this exchange the entirety of  
23 your discussion with Mr. Jones, the broker, to  
24 which you alluded earlier in your deposition  
25 today?



1 Lawrence

2 A. Yes.

3 Q. Okay. So let's go back to your  
4 message of 12:56. You say, "Don't believe they  
5 are actually permitted to resell Vista, so I'd be  
6 careful putting anybody on this."

7 You at the time you wrote this, you  
8 were not aware of the provision that I showed you  
9 earlier in your deposition that said that FCA had  
10 the right to resell up to eight customers, were  
11 you?

12 A. Correct.

13 Q. Had you been aware of that contract  
14 provision in June, would you have made that  
15 statement to Mr. Jones that you don't believe  
16 they were actually permitted to resell?

17 A. I'm not sure.

18 Q. Okay. Mr. Jones said in the second  
19 sentence of his message, "Seems like too many  
20 shady things going on."

21 Did you ever ask him what he meant by  
22 that?

23 A. No.

24 Q. Did he in this meeting with you,  
25 face-to-face meeting on June 22, say anything to

1 Lawrence

2 subject matter of this e-mail?

3 A. No.

4 Q. After receipt of this e-mail, did you  
5 have any discussions with Francesca Swan about  
6 the receipt of this e-mail?

7 A. No.

8 Q. Do you know who Francesca Swan is?

9 A. Yes.

10 Q. Who is she?

11 A. She's the EVP of program sales at  
12 Vista.

13 Q. Okay. Do you have either a direct or  
14 dotted line reporting relationship with Ms. Swan  
15 in your capacity?

16 A. No.

17 Q. What is your business relationship  
18 since you joined the company in the end of June  
19 with Ms. Swan in terms of dealing with program  
20 sales?

21 A. We are peers.

22 Q. Program sales is part of the retail  
23 side of this business, correct?

24 A. Correct.

25 Q. Before Mr. Malvesta sent this e-mail

1 Lawrence

2 to you, did he mention the subject or talk to you  
3 about it?

4 A. I mean we talk 20 times a day. It's  
5 possible.

6 Q. But you don't recall?

7 A. I don't recall.

8 Q. Is Mr. Malvesta still based on the  
9 West Coast, or is he in New York?

10 A. Yes, West Coast.

11 Q. Okay. The first sentence states,  
12 "Working with a close contact of ours on doing a  
13 direct deal with Ray Dalio/Bridgewater. Another  
14 one where Four Corners/Mente is trying to resell  
15 them their cheap hours."

16 So am I correct that as of this time  
17 you did not know that FCA had not only sold hours  
18 to Mr. Dalio, but that he had started taking  
19 flights in the beginning of April with the hours  
20 that FCA had acquired, correct?

21 A. Correct.

22 Q. Did Mr. Malvesta ever tell you that  
23 he learned that Mr. Dalio and Dalio family office  
24 had been using VistaJet hours through FCA since  
25 April?

Lawrence

A. No.

Q. So, in the first sentence, it says, "Working with a close contact of ours." Do you know who that close contact is?

A. Yes.

Q. Who?

A. There's Ryan Auer.

Q. At Air Partners?

A. At Air Partners.

Q. Okay, and did Mr. Malvesta tell you about his dealings at any time, either before or after the e-mail he sent, about his working with Mr. Auer about a direct deal with Ray Dalio and Bridgewater?

A. We may have discussed it, but the e-mail was the first time.

Q. But at any time either before or after, do you recall him telling you what he was doing with Mr. Auer with respect to Ray Dalio and Bridgewater?

A. No. There was also Craig Ross, Aviation Portfolio, and Ryan Auer worked together.

Q. Okay. Aviation Portfolio is a

Lawrence

different company?

A. Different, but they tag-team on a lot of things.

Q. Do you know when Mr. Malvesta was referring to close contact, whether he was referring to one or both of those individuals?

A. It could have been either/or.

Q. Okay, but you don't know, you're speculating?

A. I don't know. Yeah.

Q. Okay. Did he ever identify to you, Mr. Malvesta ever identify to you who the close contact is?

A. I know Craig and Ryan are both aware.

Q. Both aware of Bridgewater?

A. No. Four Corners selling hours to Ray.

Q. Okay. Do you know if they were aware of the fact that the hours had been sold starting in April?

A. I didn't know until today. I don't know.

Q. Okay. Do you know whether they were aware of the fact that Mr. Dalio and the Dalio

Lawrence

family office had had consulting agreements with Mente and Four Corners starting in 2021 and then continuing in 2022?

A. I don't know.

Q. Now the second sentence states, "Four Corners used to be just an auditing/advisory function, but is now trying to sell products including these cheap Vista hours that they have."

When Mr. Malvesta talks about Four Corners used to be an auditing/advisory function, that's actually referring to the Mente business, correct?

A. Correct.

Q. Okay, because, if you looked on their website, Four Corners and Mente are treated separately, right, based on your research?

A. I don't know if they're one and the same or separate. I don't know.

Q. Okay. Separate business units or divisions?

A. I can't recall.

Q. Okay. Now in the last sentence of that paragraph, Mr. Malvesta says, "It's

Lawrence

confusing the client and the broker."

Did Mr. Malvesta share any information about how it was confusing the client, i.e., Mr. Dalio or Bridgewater?

A. Not specifically to me, no.

Q. Okay, and did Mr. Malvesta share with you how it was confusing to the broker, the close contact, whoever it may have been?

A. I mean it's clear we were trying to sell them the Vista deal directly, and they were getting hours cheaper from Four Corners.

Q. And was that the only source of the confusion, they could buy the hours cheaper from Four Corners?

A. Based on my understanding. Yes.

Q. Okay. Have you ever had any conversations with Mr. Malvesta about any other brokers or clients being confused about FCA's activities?

A. Just other than James and Jason.

Q. Okay. So at the same time you told -- well, when you told Mr. Moore was at the meeting?

A. Correct.

Lawrence

Q. Let me ask the question differently. Outside of that meeting, did you ever have any one-on-one conversations with Mr. Malvesta about either client or broker confusion?

A. Yes.

Q. When?

A. I'm sure after the NBAA. Like I said, I speak to Steve 20 times a day, so I told him about the brochure before I called Ian.

Q. Okay. After you told Ian and after the two of you had that meeting with Mr. Moore, did you and Mr. Malvesta have any conversations in which Mr. Malvesta told you about client confusion?

A. This would be the only other topic, Ray Dalio.

Q. This e-mail?

A. Again, we likely spoke about it.

Q. But you don't recall?

A. I don't recall.

Q. Okay. Anyone other than Mr. Dalio or Bridgewater?

A. Not that I recall.

Q. Okay. Did he after you had that



1 Lawrence

2 MS. NIWOROWSKI: Um-hum.

3 Q. Let me ask you a few more questions  
4 about customers. Are you aware of other parties  
5 whom FCA arranged for the VistaJet hours to be  
6 used?

7 A. No.

8 Q. Are you aware of arrangements being  
9 made by FCA to fly VistaJet hours for Coca-Cola  
10 management?

11 A. No.

12 Q. Are you aware of FCA arranging for  
13 VistaJet hours to be used during the April, May  
14 and June time period by E.F. Falcon and its  
15 principal Peter McAusland?

16 A. No.

17 Q. Have you had discussions in your  
18 capacity of managing the retail business with any  
19 VistaJet customers who have ever been approached  
20 by FCA?

21 A. No.

22 Q. Are you aware of any VistaJet  
23 customers who were approached by FCA?

24 A. No. Just Dalio. That's all.

25 Q. Okay, but you didn't know that Mr.

Lawrence

Dalio had been a preexisting FCA Mente customer for at least two years, correct?

A. Correct.

Q. So, excluding Mr. Dalio, are you aware of any other, any VistaJet customers being approached by FCA?

A. No.

Q. And, as of April 2022, was Mr. Dalio a customer of VistaJet? Do you know?

A. I don't know. It predated my time.

Q. Okay. Have you heard or received any complaints about confusion or deception from any VistaJet customers?

A. No.

Q. Have you heard from or received any complaints from any potential VistaJet customers about confusion regarding FCA?

A. If you consider the broker a potential customer, then that's the one.

Q. But your broker, that was the oral conversation you and Mr. Jones had and then that brief text exchange, correct?

A. Correct.

Q. And the only subject that was raised

Lawrence

both in the oral conversation and in the text exchange was about the price differential, correct?

A. I mean it was a resale. It wasn't specific to that.

Q. Reselling for a lower price, correct?

A. Just the concept. Yeah.

Q. Okay. Other than the notion of reselling, have you heard from any VistaJet potential customers that they were confused by FCA's brochure and activities?

A. No.

MR. HAVELES: Let's go off the record for a second. I want to confer with my colleague for a couple of minutes and make sure we have nothing else to cover.

THE VIDEOGRAPHER: Going off the record at 11:40 a.m.

(Recess taken)

THE VIDEOGRAPHER: We're back on the record at 11:49 a.m.

MR. HAVELES: We have no further questions of Mr. Lawrence.

MS. NIWOROWSKI: I have no questions

1 Lawrence

2 of my own.

3 MR. HAVELES: Okay. Do you reserve  
4 the right to read and sign?

5 MS. NIWOROWSKI: Yes, I do.

6 MR. HAVELES: So, Mr. Lawrence, that  
7 means you'll get a copy of the transcript.  
8 You will have an opportunity to read it,  
9 prepare an errata sheet and sign it a few  
10 days after getting the transcript, and  
11 your counsel will send it to you for that  
12 process, but I have no doubt that Joe's  
13 transcript will be superlative and you  
14 will find not a single error. Always  
15 important to compliment the court  
16 reporter.

17 THE COURT REPORTER: I noticed one of  
18 the previous transcripts was designated  
19 confidential.

20 MR. HAVELES: The transcript starts  
21 as confidential subject to party's rights.  
22 It's deemed confidential. You don't have  
23 to stamp confidential on it at this  
24 juncture, because they have to formally  
25 designate sections. It just gives them

Index: \$10,000..Alright

<b>\$</b>	<b>2</b>	<b>3.4.1</b> 48:2,17 75:6	<b>770</b> 51:18	<b>address</b> 24:20
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